



**SILVER PREDATOR CORP.**

**(An Exploration Stage Enterprise)**

**Interim Condensed Consolidated Financial Statements**

**For the Three and Nine Months Ended September 30, 2023 and 2022**

**(Expressed in Canadian Dollars)**

## **Notice of Non-review of Interim Condensed Consolidated Financial Statements**

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The attached unaudited interim condensed consolidated financial statements for the three and nine months ended September 30, 2023 and 2022 have been prepared by and are the responsibility of Silver Predator Corp.'s ("SPD") management and have been approved by the Audit Committee of SPD. SPD's independent auditor has not performed a review of these unaudited interim condensed consolidated financial statements.

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**Silver Predator Corp.**Interim Condensed Consolidated Statements of Income (Loss) and Comprehensive Income (Loss)  
(Unaudited)

	Three Months Ended		Nine Months Ended	
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022
<b>Expenses</b>				
Professional and consulting fees	\$ 26,626	\$ 64,929	\$ 137,598	\$ 167,152
General and administrative	10,780	12,778	26,820	40,198
Net loss from operating activities	(37,406)	(77,707)	(164,418)	(207,350)
<b>Other expense</b>				
Gain on sale of asset held for sale (Note 4)	61,231	—	473,746	—
Foreign exchange gain (loss)	217	528	(1,972)	(15,524)
Interest and other income (expense)	21,671	(38)	36,159	(14,062)
Total other income (expense)	83,119	490	507,933	(29,586)
<b>Net income (loss) before income tax</b>	<b>\$ 45,713</b>	<b>\$ (77,217)</b>	<b>\$ 343,515</b>	<b>\$ (236,936)</b>
Income tax	(40)	—	(97)	—
<b>Net income (loss)</b>	<b>\$ 45,673</b>	<b>\$ (77,217)</b>	<b>\$ 343,418</b>	<b>\$ (236,936)</b>
<b>Other comprehensive income (loss)</b>				
Gain (loss) on investment at fair value through other comprehensive income ("FVOCI")	1,667	(834)	(833)	25,833
Item that may be reclassified subsequently to net loss:				
Change in cumulative translation adjustment	83,558	103,598	(5,395)	133,899
<b>Other comprehensive income (loss)</b>	<b>\$ 85,225</b>	<b>\$ 102,764</b>	<b>\$ (6,228)</b>	<b>\$ 159,732</b>
<b>Total comprehensive income (loss)</b>	<b>\$ 130,898</b>	<b>\$ 25,547</b>	<b>\$ 337,190</b>	<b>\$ (77,204)</b>
<b>Basic and diluted income (loss) per common share</b>	<b>\$ 0.00</b>	<b>\$ (0.00)</b>	<b>\$ 0.01</b>	<b>\$ (0.01)</b>
<b>Weighted average number of common shares outstanding</b>	<b>35,390,745</b>	<b>35,390,745</b>	<b>35,390,745</b>	<b>31,935,059</b>

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

**Silver Predator Corp.**  
Interim Condensed Consolidated Statements of Cash Flows  
(Unaudited)

	Nine Months Ended	
	September 30, 2023	September 30, 2022
<b>OPERATING ACTIVITIES</b>		
Net income (loss)	\$ 343,418	\$ (236,936)
Items not affecting cash:		
Gain on sale of asset held for sale (Note 4)	(473,746)	—
Interest (income) expense (Note 5,7)	(23,141)	14,024
Foreign exchange (gain) loss	(1,458)	26,323
	<u>(154,927)</u>	<u>(196,589)</u>
Changes in non-cash working capital items:		
(Increase) Decrease in receivables, prepaid expenses, and deposits	(930)	49,663
Decrease in amounts due to related parties	(7,493)	(7,607)
Decrease in accounts payable	(2,362)	(26,433)
	<u>(165,712)</u>	<u>(180,966)</u>
<b>INVESTING ACTIVITIES</b>		
Sale of asset held for sale (Note 4)	1,149,625	—
(Purchase) release of reclamation bond	(69,763)	5,303
Exploration and evaluation costs capitalized (Note 6)	(32,287)	(66,245)
	<u>1,047,575</u>	<u>(60,942)</u>
<b>FINANCING ACTIVITIES</b>		
Repayment of loan payable	—	(350,155)
Private placement (Note 8)	—	641,398
	<u>—</u>	<u>291,243</u>
<b>Effect of exchange rate change on cash and cash equivalents</b>	<u>(743)</u>	<u>(4,647)</u>
<b>Change in cash</b>	881,120	44,688
<b>Cash, beginning of year</b>	<u>152,901</u>	<u>151,750</u>
<b>Cash, end of period</b>	<u>\$ 1,034,021</u>	<u>\$ 196,438</u>

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

**Silver Predator Corp.**Interim Condensed Consolidated Statements of Changes in Equity  
(Unaudited)

	Share capital			Accumulated other comprehensive income	Deficit	Total
	Number	Amount	Reserves			
<b>Balance, January 1, 2022</b>	<b>29,559,854</b>	<b>\$32,657,676</b>	<b>\$ 2,807,426</b>	<b>\$ 2,928,322</b>	<b>\$(37,152,885)</b>	<b>\$ 1,240,539</b>
Private placement	5,830,891	486,754	154,644	—	—	641,398
Cumulative translation adjustment	—	—	—	133,899	—	133,899
Gain on investment at FVOCI	—	—	—	25,833	—	25,833
Net loss for the period	—	—	—	—	(236,936)	(236,936)
<b>Balance, September 30, 2022</b>	<b>35,390,745</b>	<b>\$33,144,430</b>	<b>\$ 2,962,070</b>	<b>\$ 3,088,054</b>	<b>\$(37,389,821)</b>	<b>\$ 1,804,733</b>
<b>Balance, January 1, 2023</b>	<b>35,390,745</b>	<b>\$33,144,430</b>	<b>\$ 2,988,701</b>	<b>\$ 3,146,725</b>	<b>\$(35,516,412)</b>	<b>\$ 3,763,444</b>
Cumulative translation adjustment	—	—	—	(5,395)	—	(5,395)
Loss on investment at FVOCI	—	—	—	(833)	—	(833)
Net income for the period	—	—	—	—	343,418	343,418
<b>Balance, September 30, 2023</b>	<b>35,390,745</b>	<b>\$33,144,430</b>	<b>\$ 2,988,701</b>	<b>\$ 3,140,497</b>	<b>\$(35,172,994)</b>	<b>\$ 4,100,634</b>

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

## Silver Predator Corp.

### Notes to the Interim Condensed Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

#### 1. NATURE OF OPERATIONS AND GOING CONCERN

SPD was incorporated under the laws of the Province of British Columbia on May 16, 2006. SPD owns the Copper King copper-silver project ("Copper King") in the Coeur d'Alene Silver District of northern Idaho, U.S. and other early stage exploration properties in the U.S. As of September 30, 2023, SPD is 51.82% owned by Till Capital Corporation ("Till Capital"). SPD's head office is located at 666 Burrard St. Suite 1700, Vancouver, British Columbia V6C 2X8, Canada.

#### 2. BASIS OF PRESENTATION AND MEASUREMENT

These unaudited interim condensed consolidated financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS") and interpretations of the IFRS Interpretations Committee applicable to the preparation of interim financial statements, including International Accounting Standard ("IAS") 34, *Interim Financial Reporting*. These unaudited interim condensed consolidated financial statements should be read in conjunction with the annual audited consolidated financial statements for the year ended December 31, 2022, which were prepared in accordance with IFRS.

These unaudited interim condensed consolidated financial statements have been prepared on a historical cost basis except for certain financial instruments and stock-based awards, which have been measured at fair value. SPD's presentation currency is Canadian dollars. Reference herein to \$ is to Canadian dollars. Reference herein to US\$ is to United States dollars.

These unaudited interim condensed consolidated financial statements were approved by the Audit Committee for issuance on October 27, 2023.

##### Basis of consolidation

These unaudited interim condensed consolidated financial statements include the accounts of SPD and its subsidiary.

A subsidiary is an entity that SPD controls, either directly or indirectly. Control is defined as the exposure, or rights, to variable returns from involvement with an investee and the ability to affect those returns through power over the investee. Control over an investee exists when SPD has existing rights that give it the ability to direct the activities that significantly affect the investee's returns. That control is generally evidenced through owning more than 50% of the voting rights or currently exercisable potential voting rights of a company's share capital. All intra-group balances and transactions, including unrealized profits and losses arising from intra-group transactions, have been eliminated.

Where necessary, adjustments are made to the results of the subsidiary to bring its accounting policies in line with those used by SPD.

SPD's significant subsidiary is as follows:

Name of Subsidiary	Place of Incorporation	Proportion of Ownership Interest	Principal Activity
Silver Predator US Holding Corp. ("SPUS")	Nevada, USA	100%	U.S. Holding Company

##### Significant accounting policies

These unaudited interim condensed consolidated financial statements follow the same significant accounting policies set forth in Note 3 of the annual audited consolidated financial statements for the year ended December 31, 2022.

#### 3. INVESTMENTS

On January 27, 2023, SPD received 631,034 shares of White Pine Precious Metals Inc. ("WPPM"), a privately held Ontario-based company ("WPPM") as part of the sale of the Taylor property. As part of the Definitive Purchase Agreement (the "Purchase Agreement") for WPPM to acquire the Taylor property, on March 31, 2023, June 30, 2023, and September 30, 2023, SPUS received an additional 473,703, 721,283, and 459,823 shares, respectively, of WPPM to maintain ownership of 5% of the issued and outstanding shares of WPPM. Upon receipt of 631,034, 473,703, 721,283, and 459,823 shares of WPPM, SPD made an irrevocable election to designate them as equity instruments at fair value through other comprehensive income ("FVOCI"). Investments in equity instruments at FVOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains and losses arising from changes in fair value recognized in other comprehensive income ("OCI"). As of September 30, 2023, SPUS owns 2,285,843 shares of

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### Notes to the Interim Condensed Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

WPPM, equal to 5% of the issued and outstanding shares of WPPM, valued at \$0.1352 (US\$0.10) per share for \$309,046.

During the first quarter of 2022, SPD received 166,667 shares of Forte Minerals Corp. (formerly Plan B Minerals Corp.) common stock upon its initial public offering to replace SPD's previous holding of 200,000 shares of Plan B Minerals Corp. Upon receipt of 166,667 shares of Forte Minerals Corp., SPD made an irrevocable election to designate them as equity instruments at FVOCI. As of September 30, 2023, the fair value of the 166,667 shares of Forte Minerals Corp. was \$24,167.

#### 4. ASSET HELD FOR SALE

In November 2022, SPD's wholly-owned subsidiary SPUS and WPPM signed the Purchase Agreement for WPPM to acquire the Taylor property. Pursuant to IFRS 5 - *Non-current Assets Held for Sale and Discontinued Operations*, Taylor's assets were classified as held for sale at December 31, 2022.

The closing occurred on January 27, 2023. Taylor's assets were transferred to WPPM and SPUS received \$1,149,625 (US\$850,000) in cash, a promissory note for \$1,184,138 (US\$875,000) due July 27, 2024 with annual interest of 2.88% compounding quarterly, and 631,034 common shares of WPPM representing 5% of the issued and outstanding common shares of WPPM on a basic, non-diluted basis. On March 31, 2023, June 30, 2023, and September 30, 2023, SPUS received 473,703, 721,283, and 459,823 additional shares, respectively, of WPPM to maintain ownership of 5% of the issued and outstanding shares of WPPM. Gains of \$61,231 and \$473,746 from the sale were recorded in the three and nine months ending September 30, 2023, respectively.

#### 5. PROMISSORY NOTE RECEIVABLE

On January 27, 2023, SPD received a promissory note of \$1,184,138 (US\$875,000) from WPPM as part of the sale of the Taylor property. The promissory note is due July 27, 2024 with 2.88% interest per annum compounding quarterly. For the three and nine months ending September 30, 2023, SPD recorded interest income from the promissory note of \$8,653 and \$23,141, respectively. As of September 30, 2023, the balance of the promissory note was \$1,206,252 (US\$892,198).

#### 6. MINERAL PROPERTIES

The following table presents a list of SPD's mineral properties:

	Taylor	Cordero	Copper King	Cornucopia	Total
<b>Balance, January 1, 2022</b>	<b>\$ 96,108</b>	<b>\$ 129,739</b>	<b>\$ 1,069,630</b>	<b>\$ 84,726</b>	<b>\$ 1,380,203</b>
Dispositions	(32,533)	—	—	—	(32,533)
Reversal of impairment	1,980,607	—	—	—	1,980,607
Additions / Exploration costs	37,328	11,993	11,415	6,465	67,201
Reclassification to held for sale	(2,169,091)	—	—	—	(2,169,091)
Currency translation adjustment	87,581	9,351	73,530	6,050	176,512
<b>Balance, December 31, 2022</b>	<b>\$ —</b>	<b>\$ 151,083</b>	<b>\$ 1,154,575</b>	<b>\$ 97,241</b>	<b>\$ 1,402,899</b>
Additions / Exploration costs	—	12,401	13,201	6,685	32,287
Currency translation adjustment	—	(208)	(1,983)	(141)	(2,332)
<b>Balance, September 30, 2023</b>	<b>\$ —</b>	<b>\$ 163,276</b>	<b>\$ 1,165,793</b>	<b>\$ 103,785</b>	<b>\$ 1,432,854</b>

##### *Sale of Taylor*

In November 2022, SPUS and WPPM signed a Purchase Agreement for WPPM to acquire the Taylor property. The terms of the Purchase Agreement included an immediate payment of \$32,533 (US\$25,000) followed by a payment of US\$850,000 by the closing date, with an additional US\$875,000 payment 18 months following the closing date. At the closing date, SPUS also received 5% of the issued and outstanding common shares of WPPM on a basic, non-diluted basis. SPUS received the \$32,533 (US\$25,000) on November 22, 2022. The closing occurred on January 27, 2023, see



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#### Note 4.

As a result of the Purchase Agreement, a reversal of previous impairment in the amount of \$1,980,607 was recorded at December 31, 2022 based on the value of the cash received, the cash to be received discounted to present value using a discount rate of 18%, and shares of WPPM to be received.

#### Cordero

Cordero gold property is located seven miles southwest of the town of McDermitt in Humboldt County, north-central Nevada, U.S. The project is situated within the Opalite mining district, on the southeast rim of the McDermitt Caldera Complex.

#### Copper King

Copper King is located in the Silver Valley of Northern Idaho, U.S. and consists of certain unpatented mining claims that are subject to an existing 1% NSR to Golden Predator US Holding Corp., a wholly-owned subsidiary of Till Capital.

#### Cornucopia

The Cornucopia property is located in the historic Cornucopia silver (gold) mining district located in Elko County, Nevada, U.S. The consolidated land position consists of patented and unpatented lode claims oriented north-northwest along the Leopard vein system. These claims cover the areas of previous mining activity and historic, non-NI 43-101 compliant silver resources, as well as the remainder of the Cornucopia mining district.

## 7. RELATED PARTY TRANSACTIONS

### Key management compensation

During the three and nine months ended September 30, 2023, SPD incurred expenses of \$4,024 (US\$3,000) and \$12,110 (US\$9,000), respectively, (three and nine months ended September 30, 2022 - \$3,996 (US\$3,000) and \$11,545 (US\$9,000), respectively) to its Chief Executive Officer as compensation for services received.

### Loan payable

During the year ended December 31, 2021, SPD received a loan from Till Capital of \$315,475 (US\$250,000), secured by SPD's interest in its wholly-owned subsidiary SPUS, which holds title to projects in Nevada and Idaho. The loan was payable on demand and has a maturity date of August 22, 2022, with an annual interest rate of 12%, and the principal and interest may be prepaid in whole or in part with no penalties. Part of the loan proceeds were used to pay outstanding related party payables to Till Capital and its subsidiaries. During the second quarter of 2022, SPD paid the loan balance including interest on the loan of \$350,155 (US\$271,717). Interest expense for the three and nine months ending September 30, 2022 was \$nil and \$14,024, respectively.

### Other

Amounts paid to related parties were incurred in the normal course of business. SPD is party to service agreements with a subsidiary of Till Capital whereby SPD receives accounting and corporate communications services on a cost-plus recovery basis. During the three and nine months ended September 30, 2023, SPD was charged \$20,121 (US\$15,000) and \$60,552 (US\$45,000), respectively, (three and nine months ended September 30, 2022 - \$19,979 (US\$15,000) and \$57,726 (US\$45,000), respectively) for those services. At September 30, 2023, the amounts due to related parties included in trade payables was \$1,646 (September 30, 2022 - \$nil).

## 8. SHARE CAPITAL AND RESERVES

### Authorized and issued share capital

An unlimited number of common shares without par value are authorized. At September 30, 2023 and December 31, 2022, SPD had 35,390,745 shares issued and outstanding.

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### Notes to the Interim Condensed Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

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#### Private placement

In March 2022, SPD completed the first tranche of the private placement with 1,165,255 units priced at \$0.11 per unit for \$128,178, each unit consisting of one common share plus one common share purchase warrant exercisable for two years to acquire an additional common share at a price of \$0.165 per share (a "Warrant Share"). In June 2022, SPD completed the second tranche of the private placement with 4,665,636 units priced at \$0.11 per unit for \$513,220, each unit consisting of one common share plus one Warrant Share.

#### Stock options

SPD has a Stock Option Plan to provide performance incentive to directors, officers, employees, and consultants. The maximum number of shares issuable under the Stock Option Plan may not exceed 10% of the shares outstanding. The exercise period of the options may not exceed five years from the date of grant. The vesting period and the exercise price of options granted is determined by SPD's Board of Directors, and the exercise price cannot be less than the market price of SPD's shares on the date of grant.

At September 30, 2023, SPD had 2,850,000 stock options outstanding with a weighted average exercise price of \$0.13.

#### Warrant shares

At September 30, 2023, SPD had 5,830,891 warrant shares outstanding with an exercise price of \$0.165.

## 9. SEGMENT INFORMATION

SPD operates in a single segment, the exploration and development of resource properties.

## 10. FINANCIAL INSTRUMENTS

Financial instruments include any contract that gives rise to a financial asset to one party and a financial liability or equity instrument to another party. At September 30, 2023, SPD's carrying values of cash and cash equivalents, accounts receivable, and accounts payable approximate their fair values due to their short term to maturity.

The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and

Level 3 – Inputs that are not based on observable market data.

The fair value hierarchy of SPD's investment holdings is as follows:

	Fair Value at September 30, 2023			
	Total	Level 1	Level 2	Level 3
Equity securities	\$ 333,213	\$ 24,167	\$ —	\$ 309,046

  

	Fair Value at December 31, 2022			
	Total	Level 1	Level 2	Level 3
Equity securities	\$ 25,000	\$ 25,000	\$ —	\$ —

The change in Level 3 investments is from the receipt of 2,285,843 shares of WPPM in 2023.

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Notes to the Interim Condensed Consolidated Financial Statements  
For the three and nine months ended September 30, 2023 and 2022

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**11. FINANCIAL AND CAPITAL RISKS MANAGEMENT**

There have been no changes to the financial and capital risks management since December 31, 2022. Details of financial and capital risks management can be found in Note 12 and Note 13 of the audited consolidated financial statements for the year ended December 31, 2022.